

**CASE NAME: CIRCUIT CITY STORES, INC., ET AL.**

**ACCRUAL BASIS**

**CASE NUMBER: 08-35653**

**JUDGE: KEVIN R. HUENNEKENS**

**UNITED STATES BANKRUPTCY COURT**

**EASTERN DISTRICT OF VIRGINIA**

**RICHMOND DIVISION**

**MONTHLY OPERATING REPORT**

**MONTH ENDING: MAY 1, 2010 TO MAY 31, 2010**

IN ACCORDANCE WITH TITLE 28, SECTION 1746, OF THE UNITED STATES CODE, I DECLARE UNDER PENALTY OF PERJURY THAT I HAVE EXAMINED THE FOLLOWING MONTHLY OPERATING REPORT (ACCRUAL BASIS-1 THROUGH ACCRUAL BASIS-7) AND THE ACCOMPANYING ATTACHMENTS AND, TO THE BEST OF MY KNOWLEDGE, THESE DOCUMENTS ARE TRUE, CORRECT AND COMPLETE. DECLARATION OF THE PREPARER (OTHER THAN RESPONSIBLE PARTY): IS BASED ON ALL INFORMATION OF WHICH PREPARER HAS ANY KNOWLEDGE.

**RESPONSIBLE PARTY:**

/s/ CATHERINE W. BRADSHAW  
ORIGINAL SIGNATURE OF RESPONSIBLE PARTY

VICE PRESIDENT AND CONTROLLER  
TITLE

CATHERINE W. BRADSHAW  
PRINTED NAME OF RESPONSIBLE PARTY

JULY 15, 2010  
DATE

**PREPARER:**

/s/ ANN P. PIETRANTONI  
ORIGINAL SIGNATURE OF PREPARER

DIRECTOR, FINANCIAL REPORTING  
TITLE

ANN P. PIETRANTONI  
PRINTED NAME OF PREPARER

JULY 15, 2010  
DATE

CASE NAME: CIRCUIT CITY STORES, INC., ET AL.

ACCRUAL BASIS-1

CASE NUMBER: 08-35653

## BALANCE SHEET

(amounts in thousands)

5/31/2010

### ASSETS

#### CURRENT ASSETS

Cash and cash equivalents	450,731
Restricted cash	16,019
Accounts receivable, net	242,815
Tax receivable	57,104
Prepaid expenses and other current assets	3,996
Intercompany receivables and investments in subsidiaries	85,134

#### TOTAL CURRENT ASSETS

855,799

Property and equipment	3,847
Accumulated depreciation	(690)
Net property and equipment	3,157
Other assets	20,183

#### TOTAL ASSETS

879,139

### LIABILITIES AND STOCKHOLDERS' EQUITY

#### CURRENT LIABILITIES

Merchandise payable	152,560
Expenses payable	22,684
Accrued expenses and other current liabilities	22,265

#### TOTAL CURRENT LIABILITIES

197,509

Deferred income taxes	7,084
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#### LIABILITIES NOT SUBJECT TO COMPROMISE

204,593

#### LIABILITIES SUBJECT TO COMPROMISE

1,471,631

#### TOTAL LIABILITIES

1,676,224

#### STOCKHOLDERS' EQUITY

Common stock	435,612
Additional paid-in capital	304,915
Retained deficit	(1,527,844)
Accumulated other comprehensive loss	(9,768)

#### TOTAL STOCKHOLDERS' EQUITY

(797,085)

#### TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY

879,139

CASE NAME: CIRCUIT CITY STORES, INC., ET AL.
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**ACCRUAL BASIS-2**

**INCOME STATEMENT**

*(Amounts in thousands)*

**5/1/2010 - 5/31/2010**

<b>Net sales</b>	-
Cost of sales, buying and warehousing	-
<b>Gross profit</b>	-
Selling, general and administrative expenses	2,283
<b>Operating loss</b>	(2,283)
Interest income	-
Interest expense	-
Loss before reorganization items, GAAP reversals and income taxes	(2,283)
Net loss from reorganization items	(13,589)
Net gain from GAAP reversals	-
Income tax expense	(1,412)
<b>Net loss</b>	(17,284)

CASE NAME: CIRCUIT CITY STORES, INC., ET AL.	ACCRUAL BASIS-2
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## INCOME STATEMENT

*(Amounts in thousands)*

**11/10/2008 - 5/31/2010**

<b>Net sales</b>	3,200,966
Cost of sales, buying and warehousing	2,825,511
<b>Gross profit</b>	375,455
Selling, general and administrative expenses	1,089,599
Asset impairment charges (1)	756,785
<b>Operating loss</b>	(1,470,929)
Interest income	90
Interest expense	24,695
Loss before reorganization items, GAAP reversals and income taxes	(1,495,534)
Net loss from reorganization items	(752,313)
Net gain from GAAP reversals (2)	282,452
Income tax benefit (3)	84,560
<b>Net loss</b>	(1,880,835)

(1) The company recorded non-cash impairment charges of \$756.8 million during the period between 11/10/2008 and 5/31/2010. The charges were primarily related to long-lived assets at the company's stores and the company's investment in its Canadian subsidiary.

(2) During the period between 1/1/09 and 5/31/10, the company reversed items that had been recorded solely for purposes of complying with generally accepted accounting principles. Items reversed include accrued straight-line rent, certain liabilities subject to compromise and other reserves established under GAAP. The net impact of these GAAP reversals was a non-cash gain of \$282.5 million.

(3) During December 2009, the company recorded a net income tax benefit primarily resulting from the filing of a refund claim under the federal five year net operating loss carryback regulations.

CASE NAME: CIRCUIT CITY STORES, INC., ET AL.	ACCRUAL BASIS-3
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## CASH RECEIPTS AND DISBURSEMENTS

(amounts in thousands)

	<u>5/1/2010 - 5/31/2010</u>
Operating Activities:	
Net loss	\$ (17,284)
Adjustments to reconcile net loss to net cash provided by operating activities:	
Net loss from reorganization items	13,589
Changes in operating assets and liabilities:	
Restricted cash and cash held by BOA	(10,379)
Accounts receivable, net	5,207
Merchandise payable	1,036
Expenses payable	342
Accrued expenses, other current liabilities and income taxes	474
Net cash used in operating activities before reorganization items	(7,015)
Cash effect of reorganization items (professional fees)	(2,870)
Net cash used in operating activities	<u>(9,885)</u>
Investing Activities:	
Proceeds from sales of available for sale securities	1,140
Net cash provided by investing activities	<u>1,140</u>
Decrease in cash and cash equivalents	(8,745)
Cash and cash equivalents at beginning of period	<u>459,476</u>
Cash and cash equivalents at end of period	<u>\$ 450,731</u>

CASE NAME: CIRCUIT CITY STORES, INC., ET AL.	ACCRUAL BASIS-3
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## CASH RECEIPTS AND DISBURSEMENTS

(amounts in thousands)

	<u>11/10/2008 - 5/31/2010</u>
Operating Activities:	
Net loss	(1,880,835)
Adjustments to reconcile net loss to net cash provided by operating activities:	
Net loss from reorganization items	752,313
Net gain from GAAP reversals	(282,452)
Depreciation expense	44,305
Amortization expense	4
Asset impairment charges	756,785
Stock-based compensation benefit	(8,447)
Loss on dispositions of property & equipment	451,818
Provision for deferred income taxes	3,383
Other	(9,813)
Changes in operating assets and liabilities:	
Restricted cash and cash held by BOA	(23,739)
Accounts receivable, net	(61,501)
Merchandise inventory	1,605,958
Prepaid expenses & other current assets	87,613
Other assets	17,679
Merchandise payable	(1,685)
Expenses payable	(29,146)
Accrued expenses, other current liabilities and income taxes	(112,303)
Intercompany receivables	6,132
Other long-term liabilities	(231,876)
Net cash provided by operating activities before reorganization items	<b>1,084,193</b>
Cash effect of reorganization items (professional fees & settlement of receivables)	<b>(960)</b>
Net cash provided by operating activities	<b><u>1,083,233</u></b>
Investing Activities:	
Purchases of property and equipment	(748)
Dividend received from captive insurance subsidiary	8,952
Proceeds from sales of available for sale securities	1,140
Proceeds from sales of property & equipment	73,903
Net cash provided by investing activities	<b><u>83,247</u></b>
Financing Activities:	
Proceeds from DIP borrowings	2,961,203
Principal payments on DIP borrowings	(3,691,794)
Principal payments on other short-term borrowings	(198)
Proceeds from long-term debt	401
Principal payments on long-term debt	(1,983)
Change in overdraft balances	(4,710)
Net cash used in financing activities before reorganization items	<b>(737,081)</b>
Cash effect of reorganization items (debt issuance costs)	<b>(26,682)</b>
Net cash used in financing activities	<b><u>(763,763)</u></b>
Increase in cash and cash equivalents	<b>402,717</b>
Cash and cash equivalents at beginning of period	<b><u>48,014</u></b>
Cash and cash equivalents at end of period	<b><u>\$ 450,731</u></b>

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ACCOUNTS RECEIVABLE AGING	SCHEDULE AMOUNT	MONTH	MONTH	MONTH
		3/31/2010	4/30/2010	5/31/2010
1. 0-30		-	1,046,462	1,046,462
2. 31-60		9,766	-	-
3. 61-90		-	3,037	-
4. 91+		328,393,904	307,019,288	242,884,419
5. TOTAL ACCOUNTS RECEIVABLE		\$ 328,403,670	\$ 308,068,787	\$ 243,930,881
6. AMOUNT CONSIDERED UNCOLLECTIBLE		1,115,696	1,115,696	1,115,696
7. ACCOUNTS RECEIVABLE (NET)		\$ 327,287,974	\$ 306,953,091	\$ 242,815,185

AGING OF POSTPETITION TAXES AND PAYABLES					MONTH: 5/1/2010 - 5/31/2010
TAXES PAYABLE	0-30 DAYS	31-60 DAYS	61-90 DAYS	91+ DAYS	TOTAL
1. FEDERAL	\$ 12,229	\$ -	\$ -	\$ -	\$ 12,229
2. STATE	2,218	-	-	244,135	246,353
3. LOCAL	211,155	426,139	212,922	5,533,100	6,383,316
4. OTHER (SEE APPENDIX A)	-	-	-	11,499,752	11,499,752
5. TOTAL TAXES PAYABLE	\$ 225,602	\$ 426,139	\$ 212,922	\$ 17,276,987	\$ 18,141,650
6. MERCHANDISE PAYABLE	\$ -	\$ -	\$ -	\$ 152,559,777	\$ 152,559,777
EXPENSES PAYABLE	\$ 336,441	\$ 121,648	\$ 404,410	\$ 21,821,937	\$ 22,684,436

STATUS OF POSTPETITION TAXES					MONTH: 5/1/2010 - 5/31/2010
	BEGINNING TAX LIABILITY*	AMOUNT WITHHELD AND/ OR ACCRUED	AMOUNT PAID	ENDING TAX LIABILITY	
<b>FEDERAL</b>					
1. WITHHOLDING**	\$ 6,258	\$ 25,564	\$ (24,541)	\$ 7,281	
2. FICA-EMPLOYEE**	2,782	10,294	(10,603)	2,473	
3. FICA-EMPLOYER**	2,782	10,294	(10,603)	2,473	
4. UNEMPLOYMENT	4	19	(21)	2	
5. INCOME	-	-	-	-	
6. OTHER (ATTACH LIST)	-	-	-	-	
7. TOTAL FEDERAL TAXES	\$ 11,826	\$ 46,171	\$ (45,768)	\$ 12,229	
<b>STATE AND LOCAL &amp; OTHER</b>					
8. WITHHOLDING	\$ 1,910	\$ 7,807	\$ (7,521)	\$ 2,196	
9. SALES	245,090	(955)	-	244,135	
10. EXCISE	-	-	-	-	
11. UNEMPLOYMENT	16	83	(77)	22	
12. REAL PROPERTY	99,119	3,469	-	102,588	
13. PERSONAL PROPERTY	6,279,501	1,227	-	6,280,728	
14. OTHER (SEE APPENDIX A)	11,923,190	2,378	(425,816)	11,499,752	
15. TOTAL STATE & LOCAL & OTHER	\$ 18,548,826	\$ 14,009	\$ (433,414)	\$ 18,129,421	
16. TOTAL TAXES	\$ 18,560,652	\$ 60,180	\$ (479,182)	\$ 18,141,650	

\* The beginning tax liability should represent the liability from the prior month or, if this is the first operating report, the amount should be zero.

\*\* Attach photocopies of IRS Form 6123 or your FTD coupon and payment receipt to verify payment or deposit.

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**APPENDIX A**

**OTHER TAXES PAYABLE**

	<u>0-30 days</u>	<u>31-60 days</u>	<u>61-90 days</u>	<u>91+ days</u>	<u>Total</u>
State & Local Income Taxes	\$ -	\$ -	\$ -	\$ -	\$ -
Business Licenses and Gross Receipts Taxes	-	-	-	870,272	870,272
Real Estate Taxes (passed through by landlord)	-	-	-	10,629,480	10,629,480
Other Taxes Payable	\$ -	\$ -	\$ -	\$ 11,499,752	\$ 11,499,752

**STATUS OF POSTPETITION TAXES - OTHER TAXES**

	<u>Beginning</u> <u>Tax Liability</u>	<u>Amount</u> <u>Withheld</u>	<u>Amount Paid</u>	<u>Ending Tax</u> <u>Liability</u>
<b><u>Other Taxes</u></b>				
State & Local Income Taxes (1)	\$ 425,816	\$ -	\$ (425,816)	\$ -
Business Licenses and Gross Receipts Taxes	870,272	-	-	870,272
Real Estate Taxes (passed through by landlord)	10,627,102	2,378	-	10,629,480
Total Other Taxes	\$ 11,923,190	\$ 2,378	\$ (425,816)	\$ 11,499,752

(1) During March 2009 - May 2010, the company did not record a full tax provision. Therefore, the ending tax liability does not include an additional accrual for that period of time.



CASE NAME: CIRCUIT CITY STORES, INC., ET AL.

ACCRUAL BASIS-5

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The debtor in possession must complete the reconciliation below for each bank account, including all general, payroll and tax accounts, as well as all savings and investment accounts, money market accounts, certificates of deposit, government obligations, etc. Accounts with restricted funds should be identified by placing an asterisk next to the account number. Attach additional sheets if necessary.

MONTH: 5/1/2010 - 5/31/2010

BANK RECONCILIATIONS				
	Account #1	Account #2	Account #3	
A. BANK:	see APPENDIX B			TOTAL
B. ACCOUNT NUMBER:				
C. PURPOSE (TYPE):				
1. BALANCE PER BANK STATEMENT				
2. ADD: TOTAL DEPOSITS NOT CREDITED				
3. SUBTRACT: OUTSTANDING CHECKS				
4. OTHER RECONCILING ITEMS				
5. MONTH END BALANCE PER BOOKS				\$ 466,749,274
6. NUMBER OF LAST CHECK WRITTEN				

INVESTMENT ACCOUNTS				
BANK, ACCOUNT NAME & NUMBER	DATE OF PURCHASE	TYPE OF INSTRUMENT	PURCHASE PRICE	CURRENT VALUE
7.				
8.				
9.				
10.				
11. TOTAL INVESTMENTS			\$ -	\$ -

CASH	
12. CURRENCY ON HAND	\$ -
13. TOTAL CASH - END OF MONTH	\$ 466,749,274

CASE NAME: CIRCUIT CITY STORES, INC., ET AL.
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**APPENDIX B**

G/L Acct #	Account Name	Bank Acct #	Debtor	Description	Bank Balance	G/L Balance	As of Date	Reconciled as of 5/31/10
101003	Wachovia Circuit City Master	2055275431509	Circuit City Stores, Inc.	Funding Account	\$ -	\$ -	5/31/2010	Y
101003	Wachovia Circuit City Main Disbursement	2000045277427	Circuit City Stores, Inc.	Funding Account	6,246,330	6,246,330	5/31/2010	Y
101034	JP Morgan Escrow	887400844	Circuit City Stores, Inc.	Escrow Account	15,694,918	15,694,918	5/31/2010	Y
101035	JP Morgan Main	887400836	Circuit City Stores, Inc.	Collateral Account	444,644,297	444,644,297	5/31/2010	Y
101063	Wachovia Sublease Lockbox	2055303192189	Circuit City Stores, Inc.	Depository Account	-	-	5/31/2010	Y
101100	Suntrust Concentration	88001883706	Circuit City Stores, Inc.	Funding Account	1,407	1,407	5/31/2010	Y
101217	Wachovia Payroll	2079900613908	XS Stuff, LLC	Payroll Account	6,832	7,633	5/31/2010	Y
101248	Wachovia Dental Plan Account	2000048299253	Circuit City Stores, Inc.	Depository Account	323,748	323,748	5/31/2010	Y
101255	Wachovia Service Payables	2079900056044	Circuit City Stores, Inc.	Disbursement Account	-	(1,219,059)	5/31/2010	Y
101530	Wachovia Ventoux International	2000022979528	Ventoux International	Depository Account	1,050,000	1,050,000	5/31/2010	Y
					<u>\$ 467,967,532</u>	<u>\$ 466,749,274</u>		

CASE NAME: CIRCUIT CITY STORES, INC., ET AL.
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ACCRUAL BASIS-6

MONTH: 5/1/2010 - 5/31/2010

**PAYMENTS TO INSIDERS AND PROFESSIONALS**

OF THE TOTAL DISBURSEMENTS SHOWN FOR THE MONTH, LIST THE AMOUNT PAID TO INSIDERS (AS DEFINED IN SECTION 101 (31) (A)-(F) OF THE U.S. BANKRUPTCY CODE) AND TO PROFESSIONALS. ALSO, FOR PAYMENTS TO INSIDERS, IDENTIFY THE TYPE OF COMPENSATION PAID (e.g. SALARY, BONUS, COMMISSIONS, INSURANCE, HOUSING ALLOWANCE, TRAVEL, CAR ALLOWANCE, ETC.). ATTACH ADDITIONAL SHEETS IF NECESSARY.

INSIDERS			
NAME	TYPE OF PAYMENT	AMOUNT PAID	TOTAL PAID TO DATE
1.			
2.			
3.			
4.			
5.			
6. TOTAL PAYMENTS TO INSIDERS (1)			

PROFESSIONALS						
NAME	DATE OF COURT ORDER AUTHORIZING PAYMENT	AMOUNT APPROVED	AMOUNT PAID	TOTAL PAID TO DATE	TOTAL INCURRED & UNPAID *	
1. FTI Consulting, Inc.			\$ 196,665	\$ 9,146,365	\$ 143,394	
2. Kirkland & Ellis LLP			-	291,017	-	
3. KPMG LLP			-	961,818	-	
4. Kurtzman Carson Consultants LLC			167,118	8,208,796	130,984	
5. McGuire Woods, LLP			533,714	4,845,421	392,881	
6. Skadden, Arps, Slate, Meagher & Flom, LLP			1,334,814	13,586,238	1,004,024	
7. Ernst & Young LLP			43,452	2,155,563	61,210	
8. Tavenner & Beran, PLC			29,392	265,410	-	
9. Jefferies & Company, Inc.			-	658,254	-	
10. Pachulski, Stang, Ziehl & Jones			241,782	2,998,042	42,224	
11. Rothschild Inc.			-	3,017,829	-	
12. Protiviti			132,562	3,053,772	157,954	
13. DJM Realty Services, LLC			-	742,573	-	
14. Lucy Thomson			-	74,526	-	
15. Gowling Lafleur Henderson LLP			103,660	103,660	-	
16. Crowe Horwath LLP			93,651	93,651	11,195	
TOTAL PAYMENTS TO PROFESSIONALS			\$ 2,876,810	\$ 50,202,935	\$ 1,943,866	

\* INCLUDE ALL FEES INCURRED, BOTH APPROVED AND UNAPPROVED

**POSTPETITION STATUS OF SECURED NOTES, LEASES PAYABLE AND ADEQUATE PROTECTION PAYMENTS**

NAME OF CREDITOR	SCHEDULED MONTHLY PAYMENTS DUE	AMOUNTS PAID DURING MONTH	TOTAL UNPAID POSTPETITION
1. Leases (2)	\$ 6,695	\$ 6,500	\$ 11,025,893
2.			
3.			
4.			
5.			
6. TOTAL	\$ 6,695	\$ 6,500	\$ 11,025,893

- Other than salary, fees and benefit payments made in the ordinary course of business and reimbursements for business expenses, no payments have been made to insiders during the reporting period.
- The leases line item is made up of several landlords. As such, only the total amount is reported in this schedule. The unpaid balance remaining at 5/31/2010 primarily includes some rent payments due for the period from 11/10/2008 - 11/30/2008.

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MONTH: 5/1/2010 - 5/31/2010

## QUESTIONNAIRE

	YES	NO
1. HAVE ANY ASSETS BEEN SOLD OR TRANSFERRED OUTSIDE THE NORMAL COURSE OF BUSINESS THIS REPORTING PERIOD?		X
2. HAVE ANY FUNDS BEEN DISBURSED FROM ANY ACCOUNT OTHER THAN A DEBTOR IN POSSESSION ACCOUNT?		X
3. ARE ANY POSTPETITION RECEIVABLES (ACCOUNTS, NOTES, OR LOANS) DUE FROM RELATED PARTIES?		X
4. HAVE ANY PAYMENTS BEEN MADE ON PREPETITION LIABILITIES THIS REPORTING PERIOD?		X
5. HAVE ANY POSTPETITION LOANS BEEN RECEIVED BY THE DEBTOR FROM ANY PARTY?		X
6. ARE ANY POSTPETITION PAYROLL TAXES PAST DUE?		X
7. ARE ANY POSTPETITION STATE OR FEDERAL INCOME TAXES PAST DUE?		X
8. ARE ANY POSTPETITION REAL ESTATE TAXES PAST DUE?	X	
9. ARE ANY OTHER POSTPETITION TAXES PAST DUE?	X	
10. ARE ANY AMOUNTS OWED TO POSTPETITION CREDITORS DELINQUENT?	X	
11. HAVE ANY PREPETITION TAXES BEEN PAID DURING THE REPORTING PERIOD?	X	
12. ARE ANY WAGE PAYMENTS PAST DUE?		X

IF THE ANSWER TO ANY OF THE ABOVE QUESTIONS IS "YES," PROVIDE A DETAILED EXPLANATION OF EACH ITEM. ATTACH ADDITIONAL SHEETS IF NECESSARY.

8. Certain real estate taxes are passed through to the debtors from the landlords. A portion of these real estate taxes is past due.
9. Certain business license taxes that covered both prepetition and postpetition periods were due on or before 5/31/2010 but were not paid.
10. The rent for some store leases owed for the period 11/10/2008 through 11/30/2008 is past due; these payments are being held pursuant to a Court order. In addition, due to the liquidation proceedings, the debtors are currently reconciling amounts due to post-petition creditors, which has slowed creditor payments.
11. Payments on prepetition liabilities have been made pursuant to motions granted by the Bankruptcy Court.

## INSURANCE

	YES	NO
1. ARE WORKER'S COMPENSATION, GENERAL LIABILITY AND OTHER NECESSARY INSURANCE COVERAGES IN EFFECT?	X	
2. ARE ALL PREMIUM PAYMENTS PAID CURRENT?	X	
3. PLEASE ITEMIZE POLICIES BELOW.		

IF THE ANSWER TO ANY OF THE ABOVE QUESTIONS IS "NO," OR IF ANY POLICIES HAVE BEEN CANCELLED OR NOT RENEWED DURING THIS REPORTING PERIOD, PROVIDE AN EXPLANATION BELOW. ATTACH ADDITIONAL SHEETS IF NECESSARY.

INSTALLMENT PAYMENTS			
TYPE OF POLICY	CARRIER	PERIOD COVERED	PAYMENT AMOUNT & FREQUENCY
Workers' Compensation & Employer's Liability	ACE American Insurance Company	4/1/10 - 4/1/11	\$8,891 paid at inception
General Liability and Non-owned Auto Liability	First Specialty Insurance Company	4/1/10 - 4/1/11	\$56,255 paid at inception
Excess Liability	RSUI Indemnity Company	4/1/10 - 4/1/11	\$37,500 paid at inception
Crime/Fidelity	Starr Indemnity and Liability Company	12/1/09 - 12/1/10	\$35,000 paid on 4/14/10
D&O (Traditional) - Primary	Chartis	12/1/09 - 12/1/10	\$125,000 paid at inception
D&O (Traditional) - Layer 1	C.V. Starr & Co., Inc.	12/1/09 - 12/1/10	\$69,000 paid at inception
D&O (Traditional) - Layer 2	CNA	12/1/09 - 12/1/10	\$55,000 paid at inception
D&O (Traditional) - Layer 3	Valiant Insurance Group	12/1/09 - 12/1/10	\$50,000 paid at inception
D&O (Traditional) - Layer 4	C.V. Starr & Co., Inc.	12/1/09 - 12/1/10	\$25,000 paid at inception
D&O (Traditional) - Layer 5	Chartis	12/1/09 - 12/1/10	\$25,000 paid at inception
Runoff D&O - Primary	CNA	12/1/08 - 12/1/14	\$1,177,500 paid at inception
Runoff D&O - Layer 1	Chubb Group	12/1/08 - 12/1/14	\$487,500 paid at inception
Runoff D&O - Layer 2 (Year 1)	Great American Insurance Group	12/1/08 - 12/1/14	\$240,000 paid at inception
Runoff D&O - Layer 2 (Years 2 - 6)	Axis Insurance	12/1/08 - 12/1/14	\$240,000 paid at inception
Runoff D&O - Layer 3	Travelers	12/1/08 - 12/1/14	\$822,000 paid at inception
Runoff D&O - Layer 4	Axis Insurance	12/1/08 - 12/1/14	\$698,700 paid at inception
Runoff D&O - Layer 5	RSUI Group, Inc.	12/1/08 - 12/1/14	\$589,050 paid at inception
Runoff D&O - Layer 6	Arch Insurance Group	12/1/08 - 12/1/14	\$540,000 paid at inception
Runoff D&O - Layer 7 (Side A DIC)	XL Insurance	12/1/08 - 12/1/14	\$1,275,000 paid at inception
Runoff D&O - Layer 8	Chubb Group	12/1/08 - 12/1/14	\$375,000 paid at inception
Property - All Risk	Columbia Casualty Company	8/15/09 - 8/15/10	\$77,290 paid at inception